

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<p>-----</p> <p>In re:</p> <p>CarePoint Health Systems Inc. d/b/a Just Health Foundation, et al.,¹</p> <p style="text-align: center;">Debtors.</p> <p>-----</p>	<p>X</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>X</p>	<p>Chapter 11</p> <p>Case No. 24-12534 (JKS)</p> <p>(Jointly Administered)</p> <p>Objection Deadline: April 10, 2025 at 4:00 p.m. The deadline has been extended to April 24, 2025 at 4:00 p.m. for the U.S. Trustee only.</p> <p>Hearing Date: May 7, 2025 at 1:00 p.m.</p>
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**AMENDED² NOTICE OF FIRST INTERIM APPLICATION OF DILWORTH PAXSON LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE DEBTORS FOR THE PERIOD
NOVEMBER 3, 2024 THROUGH JANUARY 31, 2025**

Name of Applicant:	Dilworth Paxson LLP
Authorized to Provide Professional Services to:	CarePoint Health Systems Inc. d/b/a Just Health Foundation, <i>et al</i>
Date of Retention:	December 10, 2024, effective as of November 3, 2024
Interim fee period for which compensation and reimbursement are sought:	November 3, 2024 through January 31, 2025
Amount of Compensation sought as actual, reasonable and necessary and beneficial to the Debtor's chapter 11 estates:	\$1,855,209.25
Amount of Expense Reimbursement sought as actual, reasonable and necessary and beneficial to the Debtor's chapter 11 estates:	\$62,446.89
<p>This is an: <u> </u> Monthly <u> X </u> Interim <u> </u> Final Application</p>	

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: (i) Bayonne Intermediate Holdco, LLC (7716); (ii) Benego CarePoint, LLC (2199); (iii) Briar Hill CarePoint, LLC (iv) CarePoint Health Management Associates Intermediate Holdco, LLC (none); (v) CarePoint Health Management Associates, LLC d/b/a CarePoint Health (3478); (vi) CarePoint Health Systems, Inc. d/b/a Just Health Foundation (6996); (vii) CH Hudson Holdco, LLC (3376); (viii) Christ Intermediate Holdco, LLC (3376); (ix) Evergreen Community Assets (1726); (x) Garden State Healthcare Associates, LLC (4414); (xi) Hoboken Intermediate Holdco, LLC (2105); (xii) Hudson Hospital Holdco, LLC (3869); (xiii) Hudson Hospital Opco, LLC d/b/a CarePoint Health-Christ Hospital (0608); (xiv) HUMC Holdco, LLC (3488); (xv) HUMCO Opco, LLC d/b/a CarePoint Health-Hoboken University Medical Center (7328); (xvi) IJKG, LLC (7430); (xvii) Just Health MSO, LLC (1593); (xviii) New Jersey Medical and Health Associates d/b/a CarePoint Health Medical Group (0232); (xix) Quality Care Associates, LLC (4710); (xx) Sequoia BMC Holdco, LLC (9812); (xxi) IJKG Opco LLC d/b/a CarePoint Health-Bayonne Medical Center (2063). The address for CarePoint Health Systems Inc. is 308 Willow Avenue, Hoboken, NJ 07030.

² The Notice is being amended to include the hearing date only. No other amendments have been made.

Summary of Monthly Fee Applications for Interim Fee Period:

		Requested		Approved/Pending Approval		Holdback Fees Requested (20%)
Date Filed	Period Covered	Fees 100%	Expenses	Fees 80%	Expenses	
01/10/25 (First)	11/03/2024- 11/30/2024	\$540,407.00	\$1,458.85	\$432,325.60	\$1,458.85	\$108,081.40
02/04/25 (Second)	12/01/2024- 12/31/2024	\$653,530.75	\$49,124.72	\$522,824.60	\$49,124.72	\$130,706.15
02/28/25 (Third)	01/01/2025- 01/31/2025	\$661,271.50	\$11,863.32	\$529,017.20	\$11,863.32	\$132,254.30
Total		\$1,855,209.25	\$62,446.89	\$1,484,167.40	\$62,446.89	\$371,041.85

Summary of Any Objections to Fee Applications:

Date of Fee Application	Date of Objections	Total Fees Subject to Objection	Total Expenses Subject to Objection
N/A	N/A	N/A	N/A

PLEASE TAKE NOTICE that, pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated December 6, 2024 [D.I. 248] (the “Interim Compensation Order”), objections, if any, to the Interim Fee Application summarized above must be filed with the Court on or before the 21st day (or, if such a day is not a business day, the next business day) following service of the Monthly Fee Application or **April 10, 2025 at 4:00 p.m.** (prevailing Eastern Time) (the “Objection Deadline”) with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 5th Floor, Courtroom #6, Wilmington, DE 19801. You must also serve any such objection on or before the Objection Deadline on:

- (i) The Debtors, CarePoint Health Systems Inc., d/b/a Just Health Foundation and its affiliated debtors, 308 Willow Avenue, Hoboken, NJ 07030;

- (ii) Counsel to the Debtors, Dilworth Paxson LLP (i) 800 N. King Street, Suite 202, Wilmington, Delaware 19801 (Attn: Peter C. Hughes, Esq. at [phughes@dilworthlaw.com]) and (ii) 1650 Market Street, Suite 1200, Philadelphia, Pennsylvania 19103 (Attn: Lawrence G. McMichael, Esq. [lmcmichael@dilworthlaw.com]; Anne M. Aaronson, Esq. [aaaronson@dilworthlaw.com]; and Jack M. Small, Esq. [jsmall@dilworthlaw.com]);
- (iii) The U.S. Trustee, Attn: Jane M. Leamy [Jane.m.leafy@usdoj.gov], the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801; and
- (iv) Counsel to the Creditors' Committee, (x) Sills Cummis & Gross P.C., One Riverfront Plaza, Newark, New Jersey 07102, Attn: Andrew Sherman, Esq. [asherman@sillscummis.com] and Boris Monkovetskiy, Esq. [bmonkovetskiy@sillscummis.com].

PLEASE TAKE FURTHER NOTICE that a hearing on the Interim Application will be held on **May 7, 2025 at 1:00 p.m.** before the Honorable J. Kate Stickles, 824 North Market Street, Fifth Floor, Courtroom #6, Wilmington Delaware 19801.

PLEASE TAKE FURTHER NOTICE that if no timely objections are filed to the Interim Compensation Application, the Court may enter an order granting the Interim Compensation Application without a hearing.

PLEASE TAKE FURTHER NOTICE that a copy of the Interim Fee Application shall be provided upon request.

Dated: April 17, 2025

DILWORTH PAXSON LLP

/s/ Peter C. Hughes

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